

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

IN RE: NATIONAL PRESCRIPTION OPIATE LITIGATION

This document relates to:

THE MUSCOGEE (CREEK) NATION,

PLAINTIFF,

v.

PURDUE PHARMA L.P.; PURDUE PHARMA INC.;

THE PURDUE FREDERICK COMPANY; ENDO HEALTH SOLUTIONS INC.; ENDO PHARMACEUTICALS INC.; ACTAVIS LLC; ACTAVIS PHARMA, INC.; ALLERGAN FINANCE LLC; WATSON LABORATORIES, INC.; TEVA PHARMACEUTICALS USA, INC.; AMNEAL PHARMACEUTICALS, INC.; KVK-TECH, INC.; MCKESSON CORPORATION; CARDINAL HEALTH, INC.; CARDINAL HEALTH 110, LLC; AMERISOURCEBERGEN CORPORATION; AMERISOURCEBERGEN DRUG CORPORATION; MORRIS & DICKSON CO., LLC; WALGREENS BOOTS ALLIANCE, INC.; WALGREEN CO.; WAL-MART STORES, INC.; SAJ DISTRIBUTORS; GCP PHARMA LLC; ANDA PHARMACEUTICALS, INC.; ANDA, INC.; OMNICARE DISTRIBUTION CENTER LLC; SMITH DRUG COMPANY; THE HARVARD DRUG GROUP, LLC; PHARMACY BUYING ASSOCIATION; H.D. SMITH, LLC; CVS HEALTH CORPORATION; CVS PHARMACY INC.; OKLAHOMA CVS PHARMACY, LLC; THE DRUG WAREHOUSE; MAY'S DRUG STORE; REASOR'S LLC; MED-X CORPORATION; ECONOMY DISCOUNT PHARMACY; ECONOMY PHARMACY, INC.; ECONOMY PHARMACY EXPRESS; CITY DRUG CO.; CITY DRUG OF COWETA, INC.; SPOON DRUGS, INC.; CAREFIRST PHARMACY, INC.; CITYPLEX PHARMACY; COUCH PHARMACY ON SHERIDAN; ERNIE'S PHARMACY & WELLNESS CENTER, INC.; FREELAND BROWN PHARMACY, INC.; GADDY DISCOUNT DRUG, INC.; GETMANAPOTHECARY SHOPPE, INC.; LANGSAM HEALTH SERVICES, LLC; M & D STAR DRUG, INC.; MED-ECON DRUG, INC.; OLYMPIA PHARMACY; PIPPENGER PHARMACIES LLC; AND ROGERS DRUG CO. INC.,

DEFENDANTS.

MDL No. 2804

**Master Docket
No.:**

**1:17-M D-02804-
DAP**

**Hon. Judge Dan
A. Polster**

**Case No.:
1:18-op-45459-
DAP**

**JURY TRIAL
DEMANDED**

**AMERISOURCEBERGEN CORPORATION AND AMERISOURCEBERGEN DRUG
CORPORATION’S ANSWER TO PLAINTIFF’S FIRST AMENDED
COMPLAINT WITH AFFIRMATIVE DEFENSES**

Defendants AmerisourceBergen Corporation (“ABC”) and AmerisourceBergen Drug Corporation (“ABDC”) (collectively, “Defendants”) hereby respond to the First Amended Complaint (the “Complaint”) of Plaintiff The Muscogee (Creek) Nation (“Plaintiff”) as follows:

INTRODUCTION¹

1. Defendants admit only that branded and generic prescription opioids are products that are approved by the FDA and regulated as controlled substances. To the extent the allegations contained in Paragraph 1 of the Complaint set forth purported medical and/or expert opinions, no response is required. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 1.

2. The allegations contained in Paragraph 2 of the Complaint set forth purported medical and/or expert opinions to which no response is required. To the extent a response is required, Defendant ABDC states that while ABDC does not deny the existence of an opioid epidemic that raises many complex issues, as a wholesale distributor of prescription medications, ABDC has a limited role in the healthcare supply chain and does not control how medications that it distributes are prescribed, dispensed, or ultimately used. Nor does ABDC promote the prescribing or use of medications, including opioids, to doctors or patients, or determine the appropriate supply of opioids. ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. To the extent Paragraph 2 of the Complaint purports to

¹ Defendants include the headings from the Complaint only for ease and convenience of the Court and the parties. Defendants neither admit nor endorse the content of any such heading.

be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 2.

3. The allegations contained in Paragraph 3 of the Complaint set forth legal argument and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 3 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 3 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendants incorporate by reference their response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 3.

4. The allegations contained in Paragraph 4 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 4 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 4 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 4 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

5. The allegations contained in Paragraph 5 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 5 of the Complaint. To the extent the allegations contained in

Paragraph 5 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 5 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

6. The allegations contained in Paragraph 6 of the Complaint set forth purported medical and/or expert opinions to which no response is required. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 6 of the Complaint, and therefore deny the same. To the extent Paragraph 6 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

7. The allegations contained in Paragraph 7 of the Complaint set forth purported medical and/or expert opinions to which no response is required. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 7 of the Complaint, and therefore deny the same. To the extent Paragraph 7 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

8. The allegations contained in Paragraph 8 of the Complaint set forth purported medical and/or expert opinions to which no response is required. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 8 of the Complaint, and therefore deny the same.

9. In response to the allegations contained in Paragraph 9 of the Complaint, Defendant ABDC admits only that it is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in all 50 states only to the extent that those pharmacies and other entities are registered with the DEA and licensed in the state. To the extent the allegations contained in Paragraph 9 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 9.

10. The allegations contained in Paragraph 10 of the Complaint purport to be based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 10 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 10 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 10 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 10.

11. The allegations contained in Paragraph 11 of the Complaint purport to be based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 11 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 11 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 11 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 11.

12. The allegations contained in Paragraph 12 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 12 of the Complaint. To the extent the allegations contained in Paragraph 12 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 12 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 12 of the Complaint set forth purported medical and/or expert opinions, no response is required.

13. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 13 of the Complaint, and therefore deny the same. To the extent Paragraph 13 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

14. The allegations contained in Paragraph 14 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 14 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 14 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 14 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. By way of further response, Defendants incorporate by reference their response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 14.

15. The allegations contained in Paragraph 15 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 15 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 15 of the Complaint

are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 15 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference their response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 15.

16. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 16 of the Complaint, and therefore deny the same. To the extent Paragraph 16 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

17. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 17 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 17 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 17 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

18. The allegations contained in Paragraph 18 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 18 to the extent that they are

directed to Defendants. To the extent the allegations contained in Paragraph 18 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 18 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference their response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 18.

19. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 19 of the Complaint, and therefore deny the same. To the extent Paragraph 19 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

20. The allegations contained in Paragraph 20 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 20 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 20 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to

the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference their response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 20.

21. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 21 of the Complaint, and therefore deny the same. Further answering, Defendants incorporate by reference its response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 21.

22. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 22 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 22 of the Complaint set forth legal arguments and legal conclusions, no response is required.

23. The allegations contained in Paragraph 23 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 23 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 23 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 23.

24. The allegations contained in Paragraph 24 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is

required, Defendants deny the allegations contained in Paragraph 24 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 24 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 24.

PARTIES

I. PLAINTIFF

25. The allegations contained in Paragraph 25 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent the allegations contained in Paragraph 25 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 25 of the Complaint.

26. The allegations contained in Paragraph 26 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendant denies any characterizations of the same. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 26 of the Complaint, and therefore deny the same.

27. The allegations contained in Paragraph 27 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 27 to the extent that they are

directed to Defendants. To the extent the allegations contained in Paragraph 27 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 27.

II. DEFENDANTS

A. Marketing Manufacturer Defendants

28. The allegations contained in Paragraph 28 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 28 of the Complaint.

29. The allegations contained in Paragraph 29 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 29 of the Complaint.

30. The allegations contained in Paragraph 30 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 30 of the Complaint.

31. The allegations contained in Paragraph 31 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 31 of the Complaint.

32. The allegations contained in Paragraph 32 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 32 of the Complaint.

33. The allegations contained in Paragraph 33 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 33 of the Complaint.

34. The allegations contained in Paragraph 34 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 34 of the Complaint.

35. The allegations contained in Paragraph 35 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 35 of the Complaint.

36. The allegations contained in Paragraph 36 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 36 of the Complaint.

37. The allegations contained in Paragraph 37 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 37 of the Complaint.

38. The allegations contained in Paragraph 38 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 38 of the Complaint.

39. The allegations contained in Paragraph 39 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 39 of the Complaint.

40. The allegations contained in Paragraph 40 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 40 of the Complaint. To the extent the allegations contained in Paragraph 40 of the Complaint set forth legal arguments and legal conclusions, no response is required.

B. Diversion Manufacturer Defendants

41. The allegations contained in Paragraph 41 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 41 of the Complaint.

42. The allegations contained in Paragraph 42 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 42 of the Complaint.

43. The allegations contained in Paragraph 43 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 43 of the Complaint. To the extent the allegations contained in Paragraph 43 of the Complaint set forth legal arguments and legal conclusions, no response is required.

C. Distributor Defendants

44. The allegations contained in Paragraph 44 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 44 of the Complaint.

45. The allegations contained in Paragraph 45 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 45 of the Complaint.

46. The allegations contained in Paragraph 46 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 46 of the Complaint.

47. Defendant ABC admits that it is a Delaware corporation with a principal place of business located at 1300 Morris Drive, Chesterbrook, Pennsylvania 19087. Defendant ABDC further admits that it is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in Oklahoma only to the extent that those pharmacies and other entities are registered with the DEA and licensed in Oklahoma. ABDC also admits that ABDC is registered to conduct business in Oklahoma. To the extent the allegations contained in Paragraph 47 of the Complaint set forth legal arguments and legal conclusions, no response is required. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 47.

48. ABDC admits that it is a Delaware corporation with a principal place of business located at 1300 Morris Drive, Chesterbrook, Pennsylvania 19087. ABDC further admits that ABDC is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in Oklahoma only to the extent that those pharmacies and other entities are registered with the DEA and licensed in Oklahoma. ABDC also admits that ABDC is registered to conduct business in Oklahoma. To the extent the allegations contained in Paragraph 48 of the Complaint set forth legal arguments and legal conclusions, no response is required. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 48.

49. The allegations contained in Paragraph 49 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 49 of the Complaint.

50. The allegations contained in Paragraph 50 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 50 of the Complaint.

51. The allegations contained in Paragraph 51 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 51 of the Complaint.

52. The allegations contained in Paragraph 52 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 52 of the Complaint.

53. The allegations contained in Paragraph 53 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 53 of the Complaint.

54. The allegations contained in Paragraph 54 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 54 of the Complaint.

55. The allegations contained in Paragraph 55 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 55 of the Complaint.

56. The allegations contained in Paragraph 56 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 56 of the Complaint.

57. The allegations contained in Paragraph 57 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 57 of the Complaint.

58. The allegations contained in Paragraph 58 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 58 of the Complaint.

59. The allegations contained in Paragraph 59 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 59 of the Complaint.

60. The allegations contained in Paragraph 60 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 60 of the Complaint.

61. The allegations contained in Paragraph 61 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 61 of the Complaint.

62. Defendants deny the allegations contained in Paragraph 62 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 62 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 62 of the Complaint set forth legal arguments and legal conclusions, no response is required. By way of further response, Defendants state that neither ABC nor ABDC has paid any civil penalty to resolve government allegations regarding prescription opioid diversion. Defendant ABDC further states that it has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 62.

D. Pharmacy Defendants

63. The allegations contained in Paragraph 63 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 63 of the Complaint.

64. The allegations contained in Paragraph 64 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 64 of the Complaint.

65. The allegations contained in Paragraph 65 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 65 of the Complaint.

66. The allegations contained in Paragraph 66 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 66 of the Complaint.

67. The allegations contained in Paragraph 67 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 67 of the Complaint.

68. The allegations contained in Paragraph 68 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 68 of the Complaint.

69. The allegations contained in Paragraph 69 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 69 of the Complaint.

70. The allegations contained in Paragraph 70 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 70 of the Complaint.

71. The allegations contained in Paragraph 71 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 71 of the Complaint.

72. The allegations contained in Paragraph 72 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 72 of the Complaint.

73. The allegations contained in Paragraph 73 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 73 of the Complaint.

74. The allegations contained in Paragraph 74 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 74 of the Complaint.

75. The allegations contained in Paragraph 75 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 75 of the Complaint.

76. The allegations contained in Paragraph 76 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 76 of the Complaint.

77. The allegations contained in Paragraph 77 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 77 of the Complaint.

78. The allegations contained in Paragraph 78 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 78 of the Complaint.

79. The allegations contained in Paragraph 79 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 79 of the Complaint.

80. The allegations contained in Paragraph 80 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 80 of the Complaint.

81. The allegations contained in Paragraph 81 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 81 of the Complaint.

82. The allegations contained in Paragraph 82 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 82 of the Complaint.

83. The allegations contained in Paragraph 83 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 83 of the Complaint.

84. The allegations contained in Paragraph 84 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 84 of the Complaint.

85. The allegations contained in Paragraph 85 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 85 of the Complaint.

86. The allegations contained in Paragraph 86 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 86 of the Complaint.

87. The allegations contained in Paragraph 87 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 87 of the Complaint.

88. The allegations contained in Paragraph 88 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 88 of the Complaint.

89. The allegations contained in Paragraph 89 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 89 of the Complaint.

90. The allegations contained in Paragraph 90 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 90 of the Complaint.

91. The allegations contained in Paragraph 91 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 91 of the Complaint.

92. The allegations contained in Paragraph 92 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 92 of the Complaint. To the extent the allegations contained in Paragraph 92 of the Complaint set forth legal arguments and legal conclusions, no response is required.

JURISDICTION AND VENUE

93. The allegations in Paragraph 93 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 93 of the Complaint, and on that basis, deny those allegations.

94. The allegations in Paragraph 94 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 94 of the Complaint, and on that basis, deny those allegations.

95. The allegations in Paragraph 95 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 95 of the Complaint, and on that basis, deny those allegations.

FACTUAL BACKGROUND

I. PRESCRIPTION OPIOIDS ARE HIGHLY DANGEROUS

96. Defendants admit only that branded and generic prescription opioids are approved by the FDA and regulated as controlled substances. To the allegations contained in Paragraph 96 of the Complaint set forth purported medical and/or expert opinions to which no response is required. To the extent Paragraph 96 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 96.

97. Defendants admit only that prescription opioids are regulated as controlled substances by various state or federal laws and regulations. The allegations contained in Paragraph 97 of the Complaint set forth legal arguments and legal conclusions to no response is required. To the extent Paragraph 97 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 97.

98. The allegations contained in Paragraph 98 of the Complaint set forth legal arguments and legal conclusions to no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 98 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 98 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the

appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 98.

II. MARKETING MANUFACTURER DEFENDANTS HAVE LEGAL DUTIES TO DISCLOSE ACCURATELY THE RISKS OF OPIOIDS

99. The allegations contained in Paragraph 99 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 99 of the Complaint. To the extent the allegations contained in Paragraph 99 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 99 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same

100. The allegations contained in Paragraph 100 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the remaining allegations contained in Paragraph 100 of the Complaint are directed to Defendants, Defendants deny them. To the extent the allegations contained in Paragraph 100 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

101. The allegations contained in Paragraph 101 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 101 of the Complaint. To the extent the allegations contained in Paragraph 101 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 101 of the Complaint purports to be based on state or

federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent Paragraph 101 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same

III. MARKETING MANUFACTURER DEFENDANTS VIOLATED THEIR DUTIES

A. Marketing Manufacturer Defendants Made Misleading Statements About the Risks of Prescribing Opioids to Treat Chronic Pain and Failed to State Accurately the Magnitude of Those Risks

102. The allegations contained in Paragraph 102 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 102 of the Complaint. To the extent the allegations contained in Paragraph 102 of the Complaint set forth legal arguments and legal conclusions, no response is required.

103. The allegations contained in Paragraph 103 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 103 of the Complaint. To the extent the allegations contained in Paragraph 103 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 103 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

1. Marketing Manufacturer Defendants Misrepresented the Risks of Addiction to Prescription Opioids

104. The allegations contained in Paragraph 104 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 104 of the Complaint. To the extent the allegations contained in Paragraph 104 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 104 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

105. The allegations contained in Paragraph 105 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 105 of the Complaint. To the extent the allegations contained in Paragraph 105 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 105 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

106. The allegations contained in Paragraph 106 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 106 of the Complaint. To the extent Paragraph 106 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

107. The allegations contained in Paragraph 107 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 107 of the Complaint. To the extent Paragraph 107 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

108. The allegations contained in Paragraph 108 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 108 of the Complaint. To the extent Paragraph 108 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

109. The allegations contained in Paragraph 109 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 109 of the Complaint. To the extent the allegations contained in Paragraph 109 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 109 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

110. The allegations contained in Paragraph 110 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 110 of the Complaint. To the extent the allegations contained in Paragraph 110 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 110 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

111. The allegations contained in Paragraph 111 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 111 of the Complaint. To the extent the allegations contained in Paragraph 111 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 111 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

112. The allegations contained in Paragraph 112 of the Complaint are directed to other parties, and thus no response is required of Defendant. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 112 of the Complaint. To the extent Paragraph 112 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

113. The allegations contained in Paragraph 113 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 113 of the Complaint. To the extent Paragraph 113 of the

Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

114. The allegations contained in Paragraph 114 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 114 of the Complaint. To the extent Paragraph 114 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

115. The allegations contained in Paragraph 115 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 115 of the Complaint. To the extent Paragraph 115 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

2. Marketing Manufacturer Defendants Misleadingly Claimed that Patients Who Were Showing Signs of Addiction Were Not Actually Addicted

116. The allegations contained in Paragraph 116 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 116 of the Complaint. To the extent the allegations contained in Paragraph 116 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 116 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

117. The allegations contained in Paragraph 117 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 117 of the Complaint. To the extent Paragraph 117 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

118. The allegations contained in Paragraph 118 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 118 of the Complaint. To the extent the allegations contained in Paragraph 118 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 118 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

119. The allegations contained in Paragraph 119 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 119 of the Complaint. To the extent the allegations contained in Paragraph 119 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 119 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

3. Marketing Manufacturer Defendants Falsely Claimed There Was No Risk in Increasing Opioid Dosages to Treat Chronic Pain

120. The allegations contained in Paragraph 120 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 120 of the Complaint. To the extent the allegations contained in Paragraph 120 of the Complaint set forth legal arguments and legal conclusions, no response is required.

121. The allegations contained in Paragraph 121 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 121 of the Complaint. To the extent Paragraph 121 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

122. The allegations contained in Paragraph 122 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 122 of the Complaint. To the extent Paragraph 122 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same

123. The allegations contained in Paragraph 123 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 123 of the Complaint. To the extent Paragraph 123 of the

Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

124. The allegations contained in Paragraph 124 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 124 of the Complaint. To the extent Paragraph 124 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 124 of the Complaint set forth purported medical and/or expert opinions, no response is required.

125. The allegations contained in Paragraph 125 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 125 of the Complaint. To the extent the allegations contained in Paragraph 125 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 125 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 125 of the Complaint set forth purported medical and/or expert opinions, no response is required.

B. Marketing Manufacturer Defendants' Misleading Statements Were Designed for Maximum Effect and Targeted to Specific Audiences

126. The allegations contained in Paragraph 126 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 126 of the Complaint. To the extent the allegations contained in Paragraph 126 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 126 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

127. The allegations contained in Paragraph 127 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 127 of the Complaint. To the extent the allegations contained in Paragraph 127 of the Complaint set forth legal arguments and legal conclusions, no response is required.

128. The allegations contained in Paragraph 128 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 128 of the Complaint. To the extent the allegations contained in Paragraph 128 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 128 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

129. The allegations contained in Paragraph 129 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 129 of the Complaint. To the extent Paragraph 129 of the

Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

130. The allegations contained in Paragraph 130 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 130 of the Complaint. To the extent the allegations contained in Paragraph 130 of the Complaint set forth legal arguments and legal conclusions, no response is required.

131. The allegations contained in Paragraph 131 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 131 of the Complaint. To the extent the allegations contained in Paragraph 131 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 131 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

132. The allegations contained in Paragraph 132 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 132 of the Complaint. To the extent Paragraph 132 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

133. The allegations contained in Paragraph 133 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 133 of the Complaint. To the extent Paragraph 133 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

134. The allegations contained in Paragraph 134 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 134 of the Complaint. To the extent the allegations contained in Paragraph 134 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 134 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

135. The allegations contained in Paragraph 135 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 135 of the Complaint. To the extent the allegations contained in Paragraph 135 of the Complaint set forth legal arguments and legal conclusions, no response is required.

136. The allegations contained in Paragraph 136 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 136 of the Complaint. To the extent Paragraph 136 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 136 of the Complaint set forth purported medical and/or expert opinions, no response is required.

137. The allegations contained in Paragraph 137 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 137 of the Complaint. To the extent Paragraph 137 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same

C. Marketing Manufacturer Defendants Knew or Should Have Known That Their Statements Were Misleading

138. The allegations contained in Paragraph 138 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 138 of the Complaint. To the extent the allegations contained in Paragraph 138 of the Complaint set forth legal arguments and legal conclusions, no response is required.

139. The allegations contained in Paragraph 139 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 139 of the Complaint. To the extent the allegations contained in Paragraph 139 of the Complaint set forth legal arguments and legal conclusions, no response

is required. To the extent Paragraph 139 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

140. The allegations contained in Paragraph 140 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 140 of the Complaint. To the extent the allegations contained in Paragraph 140 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 140 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

141. The allegations contained in Paragraph 141 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 141 of the Complaint. To the extent the allegations contained in Paragraph 141 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 141 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

142. The allegations contained in Paragraph 142 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 142 of the Complaint. To the extent the allegations contained

in Paragraph 142 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 142 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same

143. The allegations contained in Paragraph 143 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 143 of the Complaint. To the extent Paragraph 143 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

144. The allegations contained in Paragraph 144 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 144 of the Complaint. To the extent the allegations contained in Paragraph 144 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 144 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

145. The allegations contained in Paragraph 145 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 145 of the Complaint. To the extent Paragraph 145 of the

Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

146. The allegations contained in Paragraph 146 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 146 of the Complaint. To the extent Paragraph 146 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

147. The allegations contained in Paragraph 147 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 147 of the Complaint. To the extent Paragraph 147 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

148. The allegations contained in Paragraph 148 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 148 of the Complaint. To the extent the allegations contained in Paragraph 148 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 148 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

D. Marketing Manufacturer Defendants' Conduct Violated Their Duties

149. The allegations contained in Paragraph 149 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 149 of the Complaint. To the extent the allegations contained in Paragraph 149 of the Complaint set forth legal arguments and legal conclusions, no response is required.

150. The allegations contained in Paragraph 150 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 150 of the Complaint. To the extent the allegations contained in Paragraph 150 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 150 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

151. The allegations contained in Paragraph 151 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 151 of the Complaint. To the extent the allegations contained in Paragraph 151 of the Complaint set forth legal arguments and legal conclusions, no response is required.

E. The Nation Was Harmed by Marketing Manufacturer Defendants' Name-Brand Prescription Opioids and Their Generic Equivalents as a Result of Defendants' Wrongful Marketing Conduct

152. The allegations contained in Paragraph 152 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 152 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 152 of the Complaint set forth legal arguments and legal conclusions, no response is required.

153. The allegations contained in Paragraph 153 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 153 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 153 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 153 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent Paragraph 153 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

154. The allegations contained in Paragraph 154 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 154 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 154 of the Complaint set forth legal arguments and legal conclusions, no response is required.

155. The allegations contained in Paragraph 155 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 155 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 155 of the Complaint set forth legal arguments and legal conclusions, no response is required.

156. The allegations contained in Paragraph 156 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 156 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 156 of the Complaint set forth legal arguments and legal conclusions, no response is required.

F. Generic Marketing Manufacturer Defendants Failed to Effectively Communicate with Physicians and Patients about Their Products

157. The allegations contained in Paragraph 157 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 157 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 157 of the Complaint set forth legal arguments and legal conclusions, no response is required.

158. The allegations contained in Paragraph 158 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 158 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 158 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 158 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for

themselves, and Defendants deny any characterizations of the same. To the extent Paragraph 158 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

159. The allegations contained in Paragraph 159 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 159 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 159 of the Complaint set forth legal arguments and legal conclusions, no response is required.

160. The allegations contained in Paragraph 160 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 160 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 160 of the Complaint set forth legal arguments and legal conclusions, no response is required.

161. The allegations contained in Paragraph 161 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 161 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 161 of the Complaint set forth legal arguments and legal conclusions, no response is required.

IV. DIVERSION DEFENDANTS HAVE LEGAL DUTIES TO PREVENT OPIOID DIVERSION

162. The allegations contained in Paragraph 162 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 162 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 162 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

163. The allegations contained in Paragraph 163 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 163 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 163 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 163 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

164. Defendant admits only that prescription opioids are regulated as controlled substances by various state or federal laws and regulations. To the extent Paragraph 164 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendant denies any characterizations of the same. To the extent the allegations contained in Paragraph 164 of the Complaint set forth legal arguments and legal conclusions, no response is required. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 164.

165. The allegations contained in Paragraph 165 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is

required, Defendants deny the allegations contained in Paragraph 165 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 165 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 165 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 165.

A. Federal Law Sets a Standard of Care That Diversion Defendants Must Follow

1. Diversion Manufacturer Defendants' and Distributor Defendants' Standard of Care Under Federal Law

166. The allegations contained in Paragraph 166 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 166 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC states that it has complied and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 166.

167. The allegations contained in Paragraph 167 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 167 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 167 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 167 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

168. The allegations contained in Paragraph 168 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 168 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 168 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 168 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

169. In response to the allegations contained in Paragraph 169, Defendant ADBC admits only that ARCOS data submitted to the DEA by wholesale distributors is treated as confidential by the DEA. ABDC further states that ABDC only has access to the ARCOS data that ABDC submits to the DEA and does not have access, in the normal course or for non-litigation purposes, to the ARCOS data submitted to the DEA by any parties or entities other than ABDC. By way of further response, ABDC states that it has complied and continues to comply with its legal obligations in connection with the distribution of controlled substances,

including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. To the extent Paragraph 169 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 169.

2. Pharmacy Defendants' Standard of Care Under Federal Law

170. The allegations contained in Paragraph 170 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 170 of the Complaint, and therefore deny the same. To the extent Paragraph 170 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

171. The allegations contained in Paragraph 171 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 171 of the Complaint, and therefore deny the same. To the extent Paragraph 171 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

172. The allegations contained in Paragraph 172 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 172 of the Complaint, and therefore deny the same. To the extent Paragraph 172 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 172 of the Complaint set forth legal arguments and legal conclusions, no response is required.

173. The allegations contained in Paragraph 173 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 173 of the Complaint, and therefore deny the same. To the extent Paragraph 173 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 173 of the Complaint set forth legal arguments and legal conclusions, no response is required.

174. The allegations contained in Paragraph 174 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 174 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 174 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 174 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

175. The allegations contained in Paragraph 175 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 175 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 175 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 175 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

176. The allegations contained in Paragraph 176 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 176 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 176 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 176 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

177. The allegations contained in Paragraph 177 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 177 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 177 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 177 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

B. Oklahoma Law Sets a Standard of Care That Diversion Defendants Must Follow

1. Diversion Manufacturer Defendants' and Distributor Defendants' Standard of Care Under Oklahoma Law

178. The allegations contained in Paragraph 178 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 178 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 178 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 178 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC states that it has complied and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 178.

179. The allegations contained in Paragraph 179 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 179 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 179 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 179 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations

related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 179. By way of further response, Defendant ABDC states that it has complied and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 179.

180. The allegations contained in Paragraph 180 of the Complaint are based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 180 of the Complaint set forth legal arguments and legal conclusions, no response is required.

181. Defendants admit only that prescription opioids are regulated as controlled substances by various state or federal laws and regulations. Defendants state that the applicable state or federal laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 181 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. ABDC further states that it complies with the obligation of a wholesale distributor to "know [its] customer," including through robust new and ongoing customer due diligence. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 181.

182. The allegations contained in Paragraph 182 of the Complaint purport to be based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 182 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 182 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 182 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

183. The allegations contained in Paragraph 183 of the Complaint purport to be based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 183 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 183 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 183 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

184. The allegations contained in Paragraph 184 of the Complaint purport to be based on state or federal laws or regulations, which speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 184 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 184 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph

184 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

185. Defendants admits only that prescription opioids are regulated as controlled substances by various state or federal laws and regulations. Defendants state that the applicable state or federal laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent the allegations contained in Paragraph 185 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 185.

2. Pharmacy Defendants' Standard of Care Under Oklahoma Law

186. The allegations contained in Paragraph 186 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 186 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 186 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 186 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

187. The allegations contained in Paragraph 187 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 187 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 187 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 187 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

188. The allegations contained in Paragraph 188 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 188 of the Complaint, and therefore deny the same. To the extent Paragraph 188 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

189. The allegations contained in Paragraph 189 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 189 of the Complaint, and therefore deny the same. To the extent Paragraph 189 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

190. The allegations contained in Paragraph 190 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 190 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 190 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 190 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

191. The allegations contained in Paragraph 191 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 191 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 191 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 191 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

192. The allegations contained in Paragraph 192 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 192 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 192 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 192 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

193. The allegations contained in Paragraph 193 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 193 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 193 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 193 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

194. The allegations contained in Paragraph 194 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 194 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 194 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 194 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

195. The allegations contained in Paragraph 195 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 195 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 195 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 195 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

196. The allegations contained in Paragraph 196 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 196 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 196 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 196 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

197. The allegations contained in Paragraph 197 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 197 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 197 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 197 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

198. The allegations contained in Paragraph 198 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 198 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 198 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 198 of the Complaint

purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

199. The allegations contained in Paragraph 199 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 199 of the Complaint, and therefore deny the same. To the extent the allegations contained in Paragraph 199 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 199 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

V. DIVERSION DEFENDANTS HAVE FAILED TO FULFILL THEIR DUTIES

A. Diversion Manufacturer Defendants and Distributor Defendants Understood Their Duties and Violated Them Anyway

1. Diversion Manufacturer Defendants and Distributor Defendants Understood and Acknowledged Their Duties

200. Defendants deny the allegations contained in Paragraph 200 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 200 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 200 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent Paragraph 200 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

201. Defendant ABDC admits only that DEA has communicated with ABDC in ABDC's capacity as a registrant on one or more occasions over the years. To the extent the

allegations contained in Paragraph 201 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 201.

202. Defendant ABDC admits only that DEA has communicated with ABDC in ABDC's capacity as a registrant on one or more occasions over the years. To the extent the allegations contained in Paragraph 202 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 202.

203. Defendant ABDC admits only that DEA has previously hosted conferences for registrants and that ABDC has attended one or more of these DEA conferences over the years. To the extent the allegations contained in Paragraph 203 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 203 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 203.

204. Defendants admit only that DEA has previously hosted conferences for registrants and that ABDC has attended one or more of these DEA conferences over the years. To the extent the allegations contained in Paragraph 204 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 204 of the Complaint purports to be based on documents or

websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 204.

205. Defendants admits only that Defendants received letters from DEA on September 27, 2006 and December 27, 2007, and that each DEA letter speaks for itself and Defendants deny any characterizations of the same. The allegations contained in Paragraph 205 of the Complaint purport to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 205 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 205.

206. Defendants admit only that it is a member of the Healthcare Distribution Alliance (“HDA”), previously known as the Healthcare Distribution Management Association (“HDMA”), that HDA is a national organization whose members include pharmaceutical distributors, and that that the HDMA has issued recommended guidelines for pharmaceutical system distribution integrity. To the extent the allegations contained in Paragraph 206 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 206 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 206 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 206.

207. The allegations contained in Paragraph 207 of the Complaint are based on documents or websites, which speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 207 of the Complaint are directed to Defendants, Defendants deny them. To the extent the allegations contained in Paragraph 207 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations.

208. Defendants deny the allegations contained in Paragraph 208 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 208 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 208 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 208 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 208.

209. The allegations contained in Paragraph 209 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 209 of the Complaint. To the extent Paragraph 209 of the

Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

210. The allegations contained in Paragraph 210 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 210 of the Complaint. To the extent Paragraph 210 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

211. The allegations contained in Paragraph 211 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 211 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 211 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 211 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 211.

2. Prior Regulatory Actions Against Distributor Defendants for Failing to Prevent Diversion

212. The allegations contained in Paragraph 212 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 212 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 212 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 212 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 212.

a. Cardinal

213. The allegations contained in Paragraph 213 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 213 of the Complaint. To the extent the allegations contained in Paragraph 213 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 213 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

214. The allegations contained in Paragraph 214 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 214 of the Complaint. To the extent the allegations contained in Paragraph 214 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 214 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

215. The allegations contained in Paragraph 215 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 215 of the Complaint. To the extent the allegations contained in Paragraph 215 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 215 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

216. The allegations contained in Paragraph 216 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 216 of the Complaint. To the extent the allegations contained in Paragraph 216 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 216 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

217. The allegations contained in Paragraph 217 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 217 of the Complaint. To the extent the allegations contained in Paragraph 217 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 217 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

b. McKesson

218. The allegations contained in Paragraph 218 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 218 of the Complaint. To the extent the allegations contained in Paragraph 218 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 218 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

219. The allegations contained in Paragraph 219 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 219 of the Complaint. To the extent the allegations contained in Paragraph 219 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 219 of the Complaint purports to be based on documents or

websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

220. The allegations contained in Paragraph 220 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 220 of the Complaint. To the extent the allegations contained in Paragraph 220 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 220 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

c. AmerisourceBergen

221. Defendant ABDC admits only that the State of West Virginia filed a lawsuit against ABDC in 2012, that ABDC paid \$16 million to settle that lawsuit, and that ABDC specifically denied the allegations of that lawsuit and made no admissions of any wrongdoing in connection with the settlement. ABDC further admits that in 2007 the DEA temporarily suspended the license of one of its Florida distribution centers to distribute controlled substances. ABDC states that the DEA reinstated the suspended license shortly thereafter. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. To the extent the allegations contained in Paragraph 221 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 221 of the Complaint purports to be based on documents or websites, those documents or

websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 221.

222. Defendant ABDC admits that in 2007 the DEA temporarily suspended the license of one of its Florida distribution centers to distribute controlled substances. ABDC states that the DEA reinstated the suspended license shortly thereafter. ABDC also admits that it was subpoenaed by DEA and the United States Attorney for the District of New Jersey in 2012. ABDC states that no action has ever been taken and no finding of wrongdoing or liability has ever been made against ABDC in connection with this subpoena. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. To the extent Paragraph 222 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 222.

223. Defendant ABDC admits that the State of West Virginia filed a lawsuit against ABDC in 2012, that ABDC paid \$16 million to settle that lawsuit, and that ABDC specifically denied the allegations of that lawsuit and made no admissions of any wrongdoing in connection with the settlement. ABDC further admits that it is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in West Virginia only to the extent that those pharmacies and other entities are registered with the DEA and licensed in West Virginia. By way of further response, Defendant ABDC has

and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. To the extent the allegations contained in Paragraph 223 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 223 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 223.

3. Diversion Manufacturer Defendants Violated Their Duties in Oklahoma

224. The allegations contained in Paragraph 224 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 224 of the Complaint. To the extent the allegations contained in Paragraph 224 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 224 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

225. The allegations contained in Paragraph 225 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 225 of the Complaint. To the extent the allegations contained in Paragraph 225 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 225 of the Complaint purports to be based on documents or

websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

226. The allegations contained in Paragraph 226 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 226 of the Complaint. To the extent the allegations contained in Paragraph 226 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 226 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

227. The allegations contained in Paragraph 227 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 227 of the Complaint. To the extent the allegations contained in Paragraph 227 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 227 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

228. The allegations contained in Paragraph 228 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 228 of the Complaint. To the extent the allegations contained in Paragraph 228 of the Complaint set forth legal arguments and legal conclusions, no response

is required. To the extent Paragraph 228 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

229. The allegations contained in Paragraph 229 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 229 of the Complaint. To the extent the allegations contained in Paragraph 229 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 229 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

4. Despite Prior Regulatory Actions, Distributor Defendants Violated Their Duties in Oklahoma

230. Defendants deny the allegations contained in Paragraph 230 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 230 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 230 of the Complaint set forth legal arguments and legal conclusions, no response is required. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 230.

231. The allegations contained in Paragraph 231 of the Complaint set forth legal arguments and legal conclusions to no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 231 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 231 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 231.

232. Defendants deny the allegations contained in Paragraph 232 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 232 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 232 of the Complaint set forth legal arguments and legal conclusions, no response is required. By way of further response, Defendant ABDC admits only that it is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in Oklahoma only to the extent that those pharmacies and other entities are registered with the DEA and licensed in Oklahoma. ABDC further states that it has complied and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA.

Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 232.

233. Defendants deny the allegations contained in Paragraph 233 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 233 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 233 of the Complaint set forth legal arguments and legal conclusions, no response is required. By way of further response, Defendant ABDC admits only that it is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in Oklahoma only to the extent that those pharmacies and other entities are registered with the DEA and licensed in Oklahoma. ABDC further states that it has complied and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 233.

234. The allegations contained in Paragraph 234 of the Complaint set forth legal arguments and legal conclusions to no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 234 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 234 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC admits only that it

is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in Oklahoma only to the extent that those pharmacies and other entities are registered with the DEA and licensed in Oklahoma. ABDC further states that it has complied and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 234.

235. Defendants deny the allegations contained in Paragraph 235 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 235 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 235 of the Complaint set forth legal arguments and legal conclusions, no response is required. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. ABDC further states that it complies with the obligation of a wholesale distributor to “know [its] customer,” including through robust new and ongoing customer due diligence. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 235.

236. Defendants deny the allegations contained in Paragraph 236 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 236 of the

Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent the allegations contained in Paragraph 236 of the Complaint set forth legal arguments and legal conclusions, no response is required. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to Paragraph 2. By way of further response, Defendant ABDC denies that it offers their sales representatives special compensation or incentives of any kind to sell prescription opioid medications or otherwise target opioid orders in particular. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 236.

B. Pharmacy Defendants Understood Their Duties and Violated Them Anyway

1. Pharmacy Defendants Understood and Acknowledged Their Duties

237. The allegations contained in Paragraph 237 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 237 of the Complaint. To the extent the allegations contained in Paragraph 237 of the Complaint set forth legal arguments and legal conclusions, no response is required.

238. The allegations contained in Paragraph 238 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 238 of the Complaint. To the extent the allegations contained

in Paragraph 238 of the Complaint set forth legal arguments and legal conclusions, no response is required.

239. The allegations contained in Paragraph 239 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 239 of the Complaint. To the extent the allegations contained in Paragraph 239 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 239 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent Paragraph 239 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

240. The allegations contained in Paragraph 240 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 240 of the Complaint. To the extent the allegations contained in Paragraph 240 of the Complaint set forth legal arguments and legal conclusions, no response is required.

241. The allegations contained in Paragraph 241 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 241 of the Complaint. To the extent Paragraph 241 of the

Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

242. The allegations contained in Paragraph 242 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 242 of the Complaint. To the extent Paragraph 242 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

243. The allegations contained in Paragraph 243 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 243 of the Complaint. To the extent Paragraph 243 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

244. The allegations contained in Paragraph 244 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 244 of the Complaint. To the extent the allegations contained in Paragraph 244 of the Complaint set forth legal arguments and legal conclusions, no response is required.

2. Prior Regulatory Actions Against Pharmacy Defendants for Failing to Prevent Diversion

245. The allegations contained in Paragraph 245 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 245 of the Complaint. To the extent the allegations contained in Paragraph 245 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 245 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

246. The allegations contained in Paragraph 246 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 246 of the Complaint. To the extent the allegations contained in Paragraph 246 of the Complaint set forth legal arguments and legal conclusions, no response is required.

a. CVS

247. The allegations contained in Paragraph 247 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 247 of the Complaint. To the extent the allegations contained in Paragraph 247 of the Complaint set forth legal arguments and legal conclusions, no response is required.

248. The allegations contained in Paragraph 248 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 248 of the Complaint. To the extent the allegations contained in Paragraph 248 of the Complaint set forth legal arguments and legal conclusions, no response

is required. To the extent Paragraph 248 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

249. The allegations contained in Paragraph 249 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 249 of the Complaint. To the extent the allegations contained in Paragraph 249 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 249 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

250. The allegations contained in Paragraph 250 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 250 of the Complaint. To the extent the allegations contained in Paragraph 250 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 250 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

251. The allegations contained in Paragraph 251 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 251 of the Complaint. To the extent the allegations contained

in Paragraph 251 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 251 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent Paragraph 251 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

252. The allegations contained in Paragraph 252 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 252 of the Complaint. To the extent the allegations contained in Paragraph 252 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 252 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent Paragraph 252 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

b. Walgreens

253. The allegations contained in Paragraph 253 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 253 of the Complaint. To the extent the allegations contained in Paragraph 253 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 253 of the Complaint purports to be based on documents or

websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same

254. The allegations contained in Paragraph 254 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 254 of the Complaint. To the extent the allegations contained in Paragraph 254 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 254 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

255. The allegations contained in Paragraph 255 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 255 of the Complaint. To the extent the allegations contained in Paragraph 255 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 255 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

c. Walmart

256. The allegations contained in Paragraph 256 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 256 of the Complaint. To the extent the allegations contained in Paragraph 256 of the Complaint set forth legal arguments and legal conclusions, no response

is required. To the extent Paragraph 256 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

3. Despite Prior Regulatory Actions, Pharmacy Defendants Continue to Violate Their Duties

257. The allegations contained in Paragraph 257 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 257 of the Complaint. To the extent the allegations contained in Paragraph 257 of the Complaint set forth legal arguments and legal conclusions, no response is required.

258. The allegations contained in Paragraph 258 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 258 of the Complaint. To the extent the allegations contained in Paragraph 258 of the Complaint set forth legal arguments and legal conclusions, no response is required

259. The allegations contained in Paragraph 259 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 259 of the Complaint. To the extent the allegations contained in Paragraph 259 of the Complaint set forth legal arguments and legal conclusions, no response is required.

260. The allegations contained in Paragraph 260 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 260 of the Complaint. To the extent the allegations contained in Paragraph 260 of the Complaint set forth legal arguments and legal conclusions, no response is required

261. The allegations contained in Paragraph 261 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 261 of the Complaint. To the extent the allegations contained in Paragraph 261 of the Complaint set forth legal arguments and legal conclusions, no response is required.

262. The allegations contained in Paragraph 262 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 262 of the Complaint. To the extent the allegations contained in Paragraph 262 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 262 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

VI. DEFENDANTS' MISCONDUCT HAS INJURED AND CONTINUES TO INJURE THE NATION AND ITS CITIZENS

263. The allegations contained in Paragraph 263 of the Complaint set forth legal arguments and legal conclusions to no response is required. To the extent a response is required,

Defendants deny the allegations contained in Paragraph 263 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 263 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 263.

A. Marketing Manufacturer Defendants' Misconduct Has Injured and Continues to Injure the Nation and Its Citizens

264. The allegations contained in Paragraph 264 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 264 of the Complaint. To the extent Paragraph 264 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same.

265. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 265 of the Complaint, and therefore deny the same. To the extent Paragraph 265 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 265 of the Complaint set forth purported medical and/or expert opinions, no response is required.

266. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 266 of the Complaint, and therefore deny the

same. To the extent Paragraph 266 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 266 of the Complaint set forth purported medical and/or expert opinions, no response is required.

267. Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 267 of the Complaint, and therefore deny the same. To the extent Paragraph 267 of the Complaint purports to be based on documents or websites, those documents or websites speak for themselves, and Defendants deny any characterization of the same. To the extent the allegations contained in Paragraph 267 of the Complaint set forth purported medical and/or expert opinions, no response is required.

268. The allegations contained in Paragraph 268 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 268 of the Complaint. To the extent the allegations contained in Paragraph 268 of the Complaint set forth legal arguments and legal conclusions, no response is required.

269. The allegations contained in Paragraph 269 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 269 of the Complaint. To the extent the allegations contained in Paragraph 269 of the Complaint set forth legal arguments and legal conclusions, no response is required.

270. The allegations contained in Paragraph 270 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 270 of the Complaint. To the extent the allegations contained in Paragraph 270 of the Complaint set forth legal arguments and legal conclusions, no response is required.

271. The allegations contained in Paragraph 271 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 271 of the Complaint. To the extent the allegations contained in Paragraph 271 of the Complaint set forth legal arguments and legal conclusions, no response is required.

272. The allegations contained in Paragraph 272 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 272 of the Complaint. To the extent the allegations contained in Paragraph 272 of the Complaint set forth legal arguments and legal conclusions, no response is required.

273. The allegations contained in Paragraph 273 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 273 of the Complaint. To the extent the allegations contained

in Paragraph 273 of the Complaint set forth legal arguments and legal conclusions, no response is required.

B. Diversion Manufacturer Defendants' and Distributor Defendants' Misconduct Has Injured and Continues to Injure the Nation and Its Citizens

274. The allegations contained in Paragraph 274 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 274 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 274 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. To the extent Paragraph 274 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 274.

275. The allegations contained in Paragraph 275 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 275 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 275 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of

controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Defendant ABDC admits only that it is a wholesale distributor of various prescription medications (as well as over-the-counter medications) and that ABDC has distributed controlled substances, including opioids, to retail pharmacies and other entities located in Oklahoma only to the extent that those pharmacies and other entities are registered with the DEA and licensed in Oklahoma. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 275.

276. The allegations contained in Paragraph 276 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 276 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 276 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 276.

277. The allegations contained in Paragraph 277 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 277 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 277 of the

Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 277.

278. The allegations contained in Paragraph 278 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 278 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 278 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 278.

279. The allegations contained in Paragraph 279 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 279 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 279 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to

form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 279.

280. The allegations contained in Paragraph 280 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 280 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 280 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 280.

281. The allegations contained in Paragraph 281 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 281 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 281 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has

and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 281.

282. The allegations contained in Paragraph 282 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 282 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 282 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 282.

283. The allegations contained in Paragraph 283 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 283 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 283 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of

controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 283.

284. The allegations contained in Paragraph 284 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 284 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 284 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 284.

C. Pharmacy Defendants' Misconduct Has Injured and Continues to Injure the Nation and Its Citizens

285. The allegations contained in Paragraph 285 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 285 of the Complaint. To the extent the allegations contained in Paragraph 285 of the Complaint set forth legal arguments and legal conclusions, no response is required.

286. The allegations contained in Paragraph 286 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 286 of the Complaint. To the extent the allegations contained in Paragraph 286 of the Complaint set forth legal arguments and legal conclusions, no response is required.

287. The allegations contained in Paragraph 287 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 287 of the Complaint. To the extent the allegations contained in Paragraph 287 of the Complaint set forth legal arguments and legal conclusions, no response is required.

288. The allegations contained in Paragraph 288 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 288 of the Complaint. To the extent the allegations contained in Paragraph 288 of the Complaint set forth legal arguments and legal conclusions, no response is required.

289. The allegations contained in Paragraph 289 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 289 of the Complaint. To the extent the allegations contained

in Paragraph 289 of the Complaint set forth legal arguments and legal conclusions, no response is required.

290. The allegations contained in Paragraph 290 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 290 of the Complaint. To the extent the allegations contained in Paragraph 290 of the Complaint set forth legal arguments and legal conclusions, no response is required.

291. The allegations contained in Paragraph 291 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 291 of the Complaint. To the extent the allegations contained in Paragraph 291 of the Complaint set forth legal arguments and legal conclusions, no response is required.

292. The allegations contained in Paragraph 292 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 292 of the Complaint. To the extent the allegations contained in Paragraph 292 of the Complaint set forth legal arguments and legal conclusions, no response is required.

293. The allegations contained in Paragraph 293 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 293 of the Complaint. To the extent the allegations contained in Paragraph 293 of the Complaint set forth legal arguments and legal conclusions, no response is required.

D. Defendants' Misconduct Has Damaged the Nation and Its Citizens

294. The allegations contained in Paragraph 294 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 294 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 294 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 294.

VII. FACTS PERTAINING TO CLAIMS UNDER RICO

295. The allegations contained in Paragraph 295 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 295 to the extent that they are directed to Defendants. To the extent the allegations contained in Paragraph 295 of the Complaint are directed to other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report

suspicious orders to the appropriate federal and state government entities, including the DEA.

Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 295.

A. The Opioid Marketing Enterprise

1. The Common Purpose and Scheme of the Opioid Marketing Enterprise

296. The allegations in Paragraph 296 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 296 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 296 of the Complaint, and on that basis deny those allegations

297. The allegations in Paragraph 297 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 297 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 297 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 297 of the Complaint, and on that basis deny those allegations.

298. The allegations in Paragraph 298 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 298 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a

belief as to the truth of the allegations contained in Paragraph 298 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 298 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

299. The allegations in Paragraph 299 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 299 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 299 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 299 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

300. The allegations in Paragraph 300 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 300 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 300 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 300 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

301. The allegations in Paragraph 301 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 301 of the Complaint to the extent that they are directed to Defendants. To the extent

they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 301 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 301 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

302. The allegations in Paragraph 302 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 302 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 302 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 302 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

303. The allegations in Paragraph 303 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 303 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 303 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 303 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

2. The Conduct of the Opioid Marketing Enterprise

304. The allegations in Paragraph 304 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in

Paragraph 304 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 304 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 304 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

305. Defendants deny the allegations contained in Paragraph 305 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 305 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 305 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

306. Defendants deny the allegations contained in Paragraph 306 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 306 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 306 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

307. The allegations in Paragraph 307 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 307 of the Complaint to the extent that they are directed to Defendants. To the extent

they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 307 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 307 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

308. The allegations in Paragraph 308 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 308 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 308 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 308 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

309. The allegations in Paragraph 309 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 309 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 309 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 309 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

310. The allegations in Paragraph 310 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in

Paragraph 310 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 310 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 310 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

311. The allegations in Paragraph 311 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 311 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 311 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 311 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

312. The allegations in Paragraph 312 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 312 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 312 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 312 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

313. The allegations in Paragraph 313 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 313 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 313 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 313 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

314. The allegations in Paragraph 314 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 314 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 314 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 314 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

315. The allegations in Paragraph 315 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 315 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 315 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 315 of the Complaint purports to be based

on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

316. The allegations in Paragraph 316 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 316 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 316 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 316 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

317. The allegations in Paragraph 317 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 317 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 317 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 317 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

318. The allegations in Paragraph 318 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 318 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 318 of the Complaint, and on that

basis deny those allegations. To the extent Paragraph 318 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

3. The Pattern of Racketeering Activity

319. The allegations in Paragraph 319 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 319 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 319 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 319 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

320. The allegations in Paragraph 320 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 320 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 320 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 320 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

321. The allegations in Paragraph 321 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 321 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a

belief as to the truth of the allegations contained in Paragraph 321 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 321 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

322. The allegations in Paragraph 322 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 322 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 322 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 322 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

323. The allegations in Paragraph 323 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 323 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 323 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 323 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

324. The allegations in Paragraph 324 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 324 of the Complaint to the extent that they are directed to Defendants. To the extent

they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 324 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 324 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

325. The allegations in Paragraph 325 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 325 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 325 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 325 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

326. The allegations in Paragraph 326 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 326 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 326 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 326 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

327. The allegations in Paragraph 327 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in

Paragraph 327 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 327 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 327 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

328. The allegations in Paragraph 328 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 328 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 328 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 328 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

B. The Opioid Supply Chain Enterprise

1. The Common Purpose and Scheme of the Opioid Supply Chain Enterprise

329. The allegations in Paragraph 329 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 329 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 329 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances,

including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 329.

330. The allegations in Paragraph 330 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 330 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 330 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 330 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. By way of further response, ABDC admits only that it is a member of the Healthcare Distribution Alliance (“HDA”), previously known as the Healthcare Distribution Management Association (“HDMA”), that HDA is a national organization whose members include pharmaceutical distributors, and that the HDMA has issued recommended guidelines for pharmaceutical system distribution integrity. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 330.

331. The allegations in Paragraph 331 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 331 of the Complaint purports to be based on reference documents or websites, those documents and

websites speak for themselves, and Defendants deny any characterizations of the same.

Defendants deny the allegations contained in Paragraph 331 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 331 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 331.

332. The allegations in Paragraph 332 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 332 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 332 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 332 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to

Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 332.

2. The Conduct of the Opioid Supply Chain Enterprise

333. The allegations in Paragraph 333 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 333 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 333 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 333.

334. The allegations in Paragraph 334 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 334 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 334 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 334 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities,

including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 334.

335. The allegations in Paragraph 335 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 335 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. To the extent Paragraph 335 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 335 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 335 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 335.

336. The allegations in Paragraph 336 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 336 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 336 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to

comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 336.

3. The Pattern of Racketeering Activity

337. The allegations in Paragraph 337 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 337 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 337 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 337 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 337.

338. The allegations in Paragraph 338 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 338 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 338 of the Complaint, and on that basis deny those allegations.

339. The allegations in Paragraph 339 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 339 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 339 of the Complaint, and on that basis deny those allegations.

340. The allegations in Paragraph 340 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 340 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 340 of the Complaint, and on that basis deny those allegations. To the extent Paragraph 340 of the Complaint purports to be based on reference federal regulations, those federal regulations speak for themselves, and Defendants deny any characterizations of the same.

341. The allegations in Paragraph 341 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 341 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 341 of the Complaint, and on that basis deny those allegations.

342. The allegations in Paragraph 342 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 342 of the Complaint purports to be based on reference documents or websites, those documents and

websites speak for themselves, and Defendants deny any characterizations of the same.

Defendants deny the allegations contained in Paragraph 342 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 342 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 342.

343. The allegations in Paragraph 343 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 343 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 343 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 343 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 343.

344. The allegations in Paragraph 344 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 344 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 344 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 344 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 344.

345. The allegations in Paragraph 345 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 345 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 345 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 345 of the Complaint, and on that basis deny those allegations.

346. The allegations in Paragraph 346 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 346 of the

Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same.

Defendants deny the allegations contained in Paragraph 346 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 346 of the Complaint, and on that basis deny those allegations.

347. The allegations in Paragraph 347 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 347 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 347 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 347 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 347.

348. The allegations in Paragraph 348 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 348 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations

speaking for themselves, and Defendants deny any characterizations of the same. To the extent Paragraph 348 of the Complaint purports to be based on reference documents or websites, those documents and websites speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 348 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 348 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 348.

349. The allegations in Paragraph 349 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 349 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 349 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 349 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the

DEA. Except as specifically admitted herein, Defendants deny the remaining allegations^{7s} of Paragraph 349.

C. Effects of the Opioid Marketing Enterprise and the Opioid Supply Chain Enterprise

350. The allegations in Paragraph 350 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 350 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 350 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Further answering, Defendants incorporate by reference its response to Paragraph 2. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 350.

351. The allegations in Paragraph 351 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 351 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 351 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the

appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 351.

352. The allegations in Paragraph 352 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 352 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 352 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 352 of the Complaint, and on that basis deny those allegations. By way of further response, Defendant ABDC has and continues to comply with its legal obligations in connection with the distribution of controlled substances, including but not limited to, its obligations to identify and report suspicious orders to the appropriate federal and state government entities, including the DEA. Except as specifically admitted herein, Defendants deny the remaining allegations of Paragraph 352.

CLAIMS FOR RELIEF

COUNT I

VIOLATION OF RICO, 18 U.S.C. § 1961 *et seq.* OPIOID MARKETING ENTERPRISE (Against the Marketing Manufacturer Defendants)

353. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 352 of the Complaint as though fully set forth herein.

354. The allegations contained in Paragraph 354 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 354 of the Complaint. To the extent the allegations contained in Paragraph 354 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 354 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

355. The allegations contained in Paragraph 355 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 355 of the Complaint. To the extent the allegations contained in Paragraph 355 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 355 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

356. The allegations contained in Paragraph 356 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 356 of the Complaint. To the extent the allegations contained in Paragraph 356 of the Complaint set forth legal arguments and legal conclusions, no response is required.

357. The allegations contained in Paragraph 357 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 357 of the Complaint. To the extent the allegations contained

in Paragraph 357 of the Complaint set forth legal arguments and legal conclusions, no response is required.

358. The allegations contained in Paragraph 358 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 358 of the Complaint. To the extent the allegations contained in Paragraph 358 of the Complaint set forth legal arguments and legal conclusions, no response is required.

359. The allegations contained in Paragraph 359 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 359 of the Complaint. To the extent the allegations contained in Paragraph 359 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 359 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

360. The allegations contained in Paragraph 360 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 360 of the Complaint. To the extent the allegations contained in Paragraph 360 of the Complaint set forth legal arguments and legal conclusions, no response is required.

361. The allegations contained in Paragraph 361 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 361 of the Complaint. To the extent the allegations contained in Paragraph 361 of the Complaint set forth legal arguments and legal conclusions, no response is required.

362. The allegations contained in Paragraph 362 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 362 of the Complaint. To the extent the allegations contained in Paragraph 362 of the Complaint set forth legal arguments and legal conclusions, no response is required.

363. The allegations contained in Paragraph 363 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 363 of the Complaint. To the extent the allegations contained in Paragraph 363 of the Complaint set forth legal arguments and legal conclusions, no response is required.

364. The allegations contained in Paragraph 364 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 364 of the Complaint. To the extent the allegations contained in Paragraph 364 of the Complaint set forth legal arguments and legal conclusions, no response

is required. To the extent Paragraph 364 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

365. The allegations contained in Paragraph 365 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 365 of the Complaint. To the extent the allegations contained in Paragraph 365 of the Complaint set forth legal arguments and legal conclusions, no response is required.

366. The allegations contained in Paragraph 366 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 366 of the Complaint. To the extent the allegations contained in Paragraph 366 of the Complaint set forth legal arguments and legal conclusions, no response is required.

367. The allegations contained in Paragraph 367 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 367 of the Complaint. To the extent the allegations contained in Paragraph 367 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 367 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

368. The allegations contained in Paragraph 368 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 368 of the Complaint. To the extent the allegations contained in Paragraph 368 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 368 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

369. The allegations contained in Paragraph 369 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 369 of the Complaint. To the extent the allegations contained in Paragraph 369 of the Complaint set forth legal arguments and legal conclusions, no response is required.

370. The allegations contained in Paragraph 370 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 370 of the Complaint. To the extent the allegations contained in Paragraph 370 of the Complaint set forth legal arguments and legal conclusions, no response is required.

371. The allegations contained in Paragraph 371 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 371 of the Complaint. To the extent the allegations contained in Paragraph 371 of the Complaint set forth legal arguments and legal conclusions, no response is required. To the extent Paragraph 371 of the Complaint purports to be based on state or federal laws or regulations, those laws and regulations speak for themselves, and Defendants deny any characterizations of the same.

372. The allegations contained in Paragraph 372 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 372 of the Complaint. To the extent the allegations contained in Paragraph 372 of the Complaint set forth legal arguments and legal conclusions, no response is required.

373. The allegations contained in Paragraph 373 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 373 of the Complaint. To the extent the allegations contained in Paragraph 373 of the Complaint set forth legal arguments and legal conclusions, no response is required.

374. The allegations contained in Paragraph 374 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 374 of the Complaint. To the extent the allegations contained in Paragraph 374 of the Complaint set forth legal arguments and legal conclusions, no response is required.

375. The allegations contained in Paragraph 375 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 375 of the Complaint. To the extent the allegations contained in Paragraph 375 of the Complaint set forth legal arguments and legal conclusions, no response is required.

376. The allegations contained in Paragraph 376 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 376 of the Complaint. To the extent the allegations contained in Paragraph 376 of the Complaint set forth legal arguments and legal conclusions, no response is required.

377. The allegations contained in Paragraph 377 of the Complaint are directed to other parties, and thus no response is required of Defendant. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 377 of the Complaint. To the extent the allegations contained in Paragraph 377 of the Complaint set forth legal arguments and legal conclusions, no response is required.

378. The allegations contained in Paragraph 378 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 378 of the Complaint. To the extent the allegations contained

in Paragraph 378 of the Complaint set forth legal arguments and legal conclusions, no response is required.

379. The allegations contained in Paragraph 379 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 379 of the Complaint. To the extent the allegations contained in Paragraph 379 of the Complaint set forth legal arguments and legal conclusions, no response is required.

COUNT II

VIOLATION OF RICO, 18 U.S.C. § 1961 *et seq.* OPIOID SUPPLY CHAIN ENTERPRISE (Against All Defendants)

380. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 379 of the Complaint as though fully set forth herein.

381. The allegations in Paragraph 381 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 381 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 381 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 381 of the Complaint, and on that basis deny those allegations.

382. The allegations in Paragraph 382 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 382 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations

speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 382 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 382 of the Complaint, and on that basis deny those allegations.

383. The allegations in Paragraph 383 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 383 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 383 of the Complaint, and on that basis deny those allegations.

384. The allegations in Paragraph 384 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 384 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 384 of the Complaint, and on that basis deny those allegations.

385. The allegations in Paragraph 385 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 385 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 385 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or

information sufficient to form a belief as to the truth of the allegations contained in Paragraph 385 of the Complaint, and on that basis deny those allegations.

386. The allegations in Paragraph 386 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 386 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 386 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 386 of the Complaint, and on that basis deny those allegations.

387. The allegations in Paragraph 387 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 387 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 387 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 387 of the Complaint, and on that basis deny those allegations.

388. The allegations in Paragraph 388 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 388 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 388 of the Complaint to the extent that they are directed to

Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 388 of the Complaint, and on that basis deny those allegations.

389. The allegations in Paragraph 389 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 389 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 389 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 389 of the Complaint, and on that basis deny those allegations.

390. The allegations in Paragraph 390 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 390 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 390 of the Complaint, and on that basis deny those allegations.

391. The allegations in Paragraph 391 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 391 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 391 of the Complaint, and on that basis deny those allegations.

392. The allegations in Paragraph 392 of the Complaint set forth legal arguments and legal conclusions to which no response is required. To the extent Paragraph 392 of the Complaint purports to be based on state or federal law or regulations, those laws or regulations speak for themselves, and Defendants deny any characterizations of the same. Defendants deny the allegations contained in Paragraph 392 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 392 of the Complaint, and on that basis deny those allegations.

393. The allegations in Paragraph 393 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 393 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 393 of the Complaint, and on that basis deny those allegations.

394. The allegations in Paragraph 394 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 394 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 394 of the Complaint, and on that basis deny those allegations.

395. The allegations in Paragraph 395 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 395 of the Complaint to the extent that they are directed to Defendants. To the extent

they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 395 of the Complaint, and on that basis deny those allegations.

396. The allegations in Paragraph 396 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 396 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 396 of the Complaint, and on that basis deny those allegations.

397. The allegations in Paragraph 397 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 397 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 397 of the Complaint, and on that basis deny those allegations.

398. The allegations in Paragraph 398 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 398 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 398 of the Complaint, and on that basis deny those allegations.

399. The allegations in Paragraph 399 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in

Paragraph 399 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 399 of the Complaint, and on that basis deny those allegations.

400. The allegations in Paragraph 400 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 400 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 400 of the Complaint, and on that basis deny those allegations.

401. The allegations in Paragraph 401 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 401 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 401 of the Complaint, and on that basis deny those allegations.

402. The allegations in Paragraph 402 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 402 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 402 of the Complaint, and on that basis deny those allegations.

403. The allegations in Paragraph 403 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 403 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 403 of the Complaint, and on that basis deny those allegations.

404. The allegations in Paragraph 404 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 404 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 404 of the Complaint, and on that basis deny those allegations.

405. The allegations in Paragraph 405 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 405 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 405 of the Complaint, and on that basis deny those allegations.

406. The allegations in Paragraph 406 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 406 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a

belief as to the truth of the allegations contained in Paragraph 406 of the Complaint, and on that basis deny those allegations.

407. The allegations in Paragraph 407 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 407 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 407 of the Complaint, and on that basis deny those allegations.

408. The allegations in Paragraph 408 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 408 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 408 of the Complaint, and on that basis deny those allegations.

COUNT III

LANHAM ACT (Against All Defendants)

409. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 408 of the Complaint as though fully set forth herein.

410. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 410 of the Complaint.

411. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 411 of the Complaint.

412. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 412 of the Complaint.

413. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 413 of the Complaint.

414. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 414 of the Complaint.

415. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 415 of the Complaint.

416. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 416 of the Complaint.

417. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 417 of the Complaint.

418. Plaintiff's claims under the Lanham Act have been dismissed, and thus no response is required. To the extent a response is required, Defendants deny the allegations contained in Paragraph 418 of the Complaint.

COUNT IV
NUISANCE
(Against Marketing Manufacturer Defendants)

419. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 418 of the Complaint as though fully set forth herein.

420. The allegations contained in Paragraph 420 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 420 of the Complaint. To the extent the allegations contained in Paragraph 420 of the Complaint set forth legal arguments and legal conclusions, no response is required.

421. The allegations contained in Paragraph 421 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 421 of the Complaint. To the extent the allegations contained in Paragraph 421 of the Complaint set forth legal arguments and legal conclusions, no response is required.

422. The allegations contained in Paragraph 422 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 422 of the Complaint. To the extent the allegations contained

in Paragraph 422 of the Complaint set forth legal arguments and legal conclusions, no response is required.

423. The allegations contained in Paragraph 423 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 423 of the Complaint. To the extent the allegations contained in Paragraph 423 of the Complaint set forth legal arguments and legal conclusions, no response is required.

424. The allegations contained in Paragraph 424 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 424 of the Complaint. To the extent the allegations contained in Paragraph 424 of the Complaint set forth legal arguments and legal conclusions, no response is required.

425. The allegations contained in Paragraph 425 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 425 of the Complaint. To the extent the allegations contained in Paragraph 425 of the Complaint set forth legal arguments and legal conclusions, no response is required.

426. The allegations contained in Paragraph 426 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 426 of the Complaint. To the extent the allegations contained in Paragraph 426 of the Complaint set forth legal arguments and legal conclusions, no response is required.

427. The allegations contained in Paragraph 427 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 427 of the Complaint. To the extent the allegations contained in Paragraph 427 of the Complaint set forth legal arguments and legal conclusions, no response is required.

428. The allegations contained in Paragraph 428 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 428 of the Complaint. To the extent the allegations contained in Paragraph 428 of the Complaint set forth legal arguments and legal conclusions, no response is required.

429. The allegations contained in Paragraph 429 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 429 of the Complaint. To the extent the allegations contained in Paragraph 429 of the Complaint set forth legal arguments and legal conclusions, no response is required.

430. The allegations contained in Paragraph 430 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 430 of the Complaint. To the extent the allegations contained in Paragraph 430 of the Complaint set forth legal arguments and legal conclusions, no response is required.

431. The allegations contained in Paragraph 431 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 431 of the Complaint. To the extent the allegations contained in Paragraph 431 of the Complaint set forth legal arguments and legal conclusions, no response is required.

432. The allegations contained in Paragraph 432 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 432 of the Complaint. To the extent the allegations contained in Paragraph 432 of the Complaint set forth legal arguments and legal conclusions, no response is required.

COUNT V

NEGLIGENCE AND NEGLIGENCE PER SE (Against Marketing Manufacturer Defendants)

433. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 432 of the Complaint as though fully set forth herein

434. The allegations contained in Paragraph 434 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the

allegations contained in Paragraph 434 of the Complaint. To the extent the allegations contained in Paragraph 434 of the Complaint set forth legal arguments and legal conclusions, no response is required.

435. The allegations contained in Paragraph 435 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 435 of the Complaint. To the extent the allegations contained in Paragraph 435 of the Complaint set forth legal arguments and legal conclusions, no response is required.

436. The allegations contained in Paragraph 436 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 436 of the Complaint. To the extent the allegations contained in Paragraph 436 of the Complaint set forth legal arguments and legal conclusions, no response is required.

437. The allegations contained in Paragraph 437 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 437 of the Complaint. To the extent the allegations contained in Paragraph 437 of the Complaint set forth legal arguments and legal conclusions, no response is required.

438. The allegations contained in Paragraph 438 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required,

Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 438 of the Complaint. To the extent the allegations contained in Paragraph 438 of the Complaint set forth legal arguments and legal conclusions, no response is required.

439. The allegations contained in Paragraph 439 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 439 of the Complaint. To the extent the allegations contained in Paragraph 439 of the Complaint set forth legal arguments and legal conclusions, no response is required.

440. The allegations contained in Paragraph 440 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 440 of the Complaint. To the extent the allegations contained in Paragraph 440 of the Complaint set forth legal arguments and legal conclusions, no response is required.

441. The allegations contained in Paragraph 441 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 441 of the Complaint. To the extent the allegations contained in Paragraph 441 of the Complaint set forth legal arguments and legal conclusions, no response is required.

442. The allegations contained in Paragraph 442 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 442 of the Complaint. To the extent the allegations contained in Paragraph 442 of the Complaint set forth legal arguments and legal conclusions, no response is required.

443. The allegations contained in Paragraph 443 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 443 of the Complaint. To the extent the allegations contained in Paragraph 443 of the Complaint set forth legal arguments and legal conclusions, no response is required.

444. The allegations contained in Paragraph 444 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 444 of the Complaint. To the extent the allegations contained in Paragraph 444 of the Complaint set forth legal arguments and legal conclusions, no response is required.

445. The allegations contained in Paragraph 445 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 445 of the Complaint. To the extent the allegations contained

in Paragraph 445 of the Complaint set forth legal arguments and legal conclusions, no response is required.

COUNT VI

**UNJUST ENRICHMENT
(Against Marketing Manufacturer Defendants)**

446. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 445 of the Complaint as though fully set forth herein

447. The allegations contained in Paragraph 447 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 447 of the Complaint. To the extent the allegations contained in Paragraph 447 of the Complaint set forth legal arguments and legal conclusions, no response is required.

448. The allegations contained in Paragraph 448 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 448 of the Complaint. To the extent the allegations contained in Paragraph 448 of the Complaint set forth legal arguments and legal conclusions, no response is required.

449. The allegations contained in Paragraph 449 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 449 of the Complaint. To the extent the allegations contained

in Paragraph 449 of the Complaint set forth legal arguments and legal conclusions, no response is required.

450. The allegations contained in Paragraph 450 of the Complaint are directed to other parties, and thus no response is required of Defendants. To the extent a response is required, Defendants lack sufficient knowledge or information to form a belief as to the truth of the allegations contained in Paragraph 450 of the Complaint. To the extent the allegations contained in Paragraph 450 of the Complaint set forth legal arguments and legal conclusions, no response is required.

COUNT VII

NUISANCE

(Against Diversion Defendants)

451. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 450 of the Complaint as though fully set forth herein

452. The allegations in Paragraph 452 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 452 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 452 of the Complaint, and on that basis deny those allegations.

453. The allegations in Paragraph 453 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 453 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a

belief as to the truth of the allegations contained in Paragraph 453 of the Complaint, and on that basis deny those allegations.

454. The allegations in Paragraph 454 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 454 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 454 of the Complaint, and on that basis deny those allegations.

455. The allegations in Paragraph 455 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 455 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 455 of the Complaint, and on that basis deny those allegations.

456. The allegations in Paragraph 456 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 456 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 456 of the Complaint, and on that basis deny those allegations.

457. The allegations in Paragraph 457 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 457 of the Complaint to the extent that they are directed to Defendants. To the extent

they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 457 of the Complaint, and on that basis deny those allegations.

458. The allegations in Paragraph 458 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 458 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 458 of the Complaint, and on that basis deny those allegations.

459. The allegations in Paragraph 459 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 459 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 459 of the Complaint, and on that basis deny those allegations.

460. The allegations in Paragraph 460 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 460 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 460 of the Complaint, and on that basis deny those allegations.

461. The allegations in Paragraph 461 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in

Paragraph 461 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 461 of the Complaint, and on that basis deny those allegations.

462. The allegations in Paragraph 462 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 462 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 462 of the Complaint, and on that basis deny those allegations.

463. The allegations in Paragraph 463 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 463 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 463 of the Complaint, and on that basis deny those allegations.

464. The allegations in Paragraph 464 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 464 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 464 of the Complaint, and on that basis deny those allegations.

COUNT VIII

**NEGLIGENCE AND NEGLIGENCE PER SE
(Against Diversion Defendants)**

465. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 464 of the Complaint as though fully set forth herein

466. The allegations in Paragraph 466 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 466 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 466 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 466.

467. The allegations in Paragraph 467 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 467 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 467 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 467.

468. The allegations in Paragraph 468 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 468 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 468 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 468.

469. The allegations in Paragraph 469 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 469 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 469 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 469.

470. The allegations in Paragraph 470 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 470 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 470 of the Complaint, and on that

basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 470.

471. The allegations in Paragraph 471 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 471 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 471 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 471.

472. The allegations in Paragraph 472 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 472 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 472 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 472.

473. The allegations in Paragraph 473 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 473 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 473 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 473.

474. The allegations in Paragraph 474 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 474 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 474 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 474.

475. The allegations in Paragraph 475 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 475 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 475 of the Complaint, and on that

basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 475.

476. The allegations in Paragraph 476 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 476 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 476 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 476.

477. The allegations in Paragraph 477 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 477 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 477 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 477.

478. The allegations in Paragraph 478 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 478 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 478 of the Complaint, and on that basis deny those allegations. Further responding, Plaintiff's claims for Negligence Per Se have been dismissed, and thus no response is required for allegations related to these claims. To the extent a response is required, Defendants deny the allegations related to Plaintiff's Negligence Per Se claim contained in Paragraph 478.

COUNT IX

UNJUST ENRICHMENT (Against Diversion Defendants)

479. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 478 of the Complaint as though fully set forth herein

480. The allegations in Paragraph 480 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 480 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 480 of the Complaint, and on that basis deny those allegations.

481. The allegations in Paragraph 481 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 481 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a

belief as to the truth of the allegations contained in Paragraph 481 of the Complaint, and on that basis deny those allegations.

482. The allegations in Paragraph 482 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 482 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 482 of the Complaint, and on that basis deny those allegations.

483. The allegations in Paragraph 483 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 483 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 483 of the Complaint, and on that basis deny those allegations.

484. The allegations in Paragraph 484 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 484 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 484 of the Complaint, and on that basis deny those allegations.

COUNT X

**CIVIL CONSPIRACY
(Against All Defendants)**

485. Defendants repeat and reallege Defendants' answers to the allegations contained in Paragraphs 1 through 484 of the Complaint as though fully set forth herein

486. The allegations in Paragraph 486 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 486 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 486 of the Complaint, and on that basis deny those allegations.

487. The allegations in Paragraph 487 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 487 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 487 of the Complaint, and on that basis deny those allegations.

488. The allegations in Paragraph 488 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 488 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 488 of the Complaint, and on that basis deny those allegations.

489. The allegations in Paragraph 489 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 489 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 489 of the Complaint, and on that basis deny those allegations.

490. The allegations in Paragraph 490 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 490 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 490 of the Complaint, and on that basis deny those allegations.

491. The allegations in Paragraph 491 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 491 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 491 of the Complaint, and on that basis deny those allegations.

492. The allegations in Paragraph 492 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 492 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a

belief as to the truth of the allegations contained in Paragraph 492 of the Complaint, and on that basis deny those allegations.

493. The allegations in Paragraph 493 of the Complaint set forth legal arguments and legal conclusions to which no response is required. Defendants deny the allegations contained in Paragraph 493 of the Complaint to the extent that they are directed to Defendants. To the extent they are directed at other parties, Defendants lack knowledge or information sufficient to form a belief as to the truth of the allegations contained in Paragraph 493 of the Complaint, and on that basis deny those allegations.

PRAYER FOR RELIEF

Defendants admit only that Plaintiff purports to seek the relief identified in Paragraph 493 of the Complaint, but specifically deny any liability or wrongdoing whatsoever and deny that Plaintiff is entitled to any relief that Plaintiff seeks.

WHEREFORE, Defendant demands judgment in its favor and against Plaintiff, dismissing Plaintiff's Complaint in its entirety, with prejudice, together with the costs of suit and such other relief as the Court deems equitable and just.

AFFIRMATIVE DEFENSES

By asserting the defenses set forth below, Defendants do not allege or admit that they have the burden of proof and/or the burden of persuasion with respect to any of these defenses. All of the following defenses are pled in the alternative and none constitutes an admission that Defendants are in any way liable to Plaintiff, that Plaintiff has been or will be injured or

damaged in any way, or that Plaintiff is entitled to any relief whatsoever. Upon completion of discovery, if the facts warrant, Defendants may withdraw one or more of these defenses.²

Defendants assert as follows:

1. The Court lacks jurisdiction over AmerisourceBergen Corporation.
2. Plaintiff's Complaint fails to state a claim upon which relief may be granted, fails to state facts sufficient to constitute the purported causes of action, and fails to plead a legally cognizable injury.
3. Plaintiff has failed to plead that it reimbursed any prescriptions for an opioid distributed by Defendants that harmed patients and should not have been written, or that Defendants' allegedly improper conduct caused any healthcare provider to write any ineffective or harmful opioid prescription, which Defendants then distributed.
4. Plaintiff has failed to join one or more necessary and indispensable parties, including, but not limited to, the United States Drug Enforcement Administration ("DEA"), healthcare providers, prescribers, patients, and other third parties whom Plaintiff alleges engaged in the prescription, dispensing, diversion, or use of the subject prescription medications.
5. To the extent Plaintiff is alleging fraud, fraudulent concealment, or similar conduct, Plaintiff has failed to plead the allegations with sufficient particularity.
6. Plaintiff cannot obtain relief on its claims based on actions undertaken by Defendants of which Defendants provided notice of all material facts.
7. Plaintiff fails to plead any actionable misrepresentation or omissions made by or attributable to Defendants.

² The Court has dismissed Plaintiff's claims under the Lanham Act and for negligence *per se*. Defendants, therefore, have not asserted defenses to these claims and reserve the right to add such defenses, should the claims be revived.

8. Plaintiff's claims against Defendants do not arise out of the same transactions or occurrences as their claims against other defendants, as required for joinder of parties.

9. Plaintiff has failed to comply with the requirement that it identify each patient in whose claim(s) it has a subrogation interest and on whose behalf it has incurred costs.

10. Plaintiff's claims are barred and should be dismissed, because Plaintiff has failed to comply with the Court's case management orders, including CMO-1.

11. Plaintiff is precluded from recovering against Defendants pursuant to applicable law following section 402A of the Restatement (Second) of Torts.

12. Plaintiff's recovery is barred under Section 6(c) of the Restatement (Third) of Torts.

13. Plaintiff's claims are barred in whole or in part, because no conduct of Defendants was misleading, unfair, or deceptive.

14. Defendants appropriately, completely, and fully discharged any and all obligations and legal duties arising out of the matters alleged in the Complaint.

15. Plaintiff's claim for unjust enrichment is barred or limited, because Defendants did not receive and retain any alleged benefit from Plaintiff.

16. Plaintiff's claims are barred in whole or in part, by the free public services doctrine and/or municipal cost recovery rule.

17. Plaintiff's claims are barred, in whole or in part, because Plaintiff has no private right of action under the relevant laws and regulations.

18. Defendants did not owe or breach any statutory or common law duty to Plaintiff.

19. Plaintiff is barred from recovery against Defendants, because Defendants have complied with all applicable federal, Oklahoma, or other applicable rules and regulations related to distribution of the subject prescription medications.

20. Plaintiff's claims and damages are barred or limited, in whole or in part, by common law, statutory, and constitutional constraints on the exercise of police powers or other jurisdiction by an Indian tribe.

21. Plaintiff is barred from recovery by application of the informed consent doctrine.

22. Plaintiff's claims are barred, in whole or in part, by the applicable statutes of limitations.

23. Plaintiff's claims are barred, in whole or in part, by the applicable statute of repose.

24. Plaintiff's claims are not ripe and/or have been mooted.

25. Plaintiff's claims are barred, in whole or in part, by the equitable doctrines of laches, waiver, unclean hands, *in pari delicto*, and/or ratification.

26. Venue may be improper and/or inconvenient in this Court.

27. Plaintiff's claims are barred, in whole or in part, for lack of standing.

28. Plaintiff's claims are barred, because Plaintiff is not the real party in interest.

29. Plaintiff's claims against Defendant are barred by the doctrines of res judicata (claim preclusion) and collateral estoppel (issue preclusion).

30. Plaintiff may be barred by the doctrine of estoppel from all forms of relief sought in the Complaint.

31. Plaintiff's claims are barred, because Plaintiff lacks capacity to bring its claims, including claims maintained on behalf of its members or citizens and claims brought as *parens patriae*.

32. Plaintiff's claims are barred to the extent they are based on alleged violations of industry customs, because purported industry customs do not create legal duties on Defendants.

33. Plaintiff's claims are barred by assumption of risk, whether primary, express, or implied.

34. Plaintiff is barred from recovery by application of the learned intermediary doctrine.

35. Plaintiff's claims are barred or limited by the terms and effect of any applicable judgment or prior litigation, including by operation of the doctrines of res judicata and collateral estoppel, failure to fulfill conditions precedent, failure to provide requisite notice, payment, accord and satisfaction, and compromise and settlement.

36. The products at issue in the Complaint were unavoidably unsafe.

37. The formula, labeling, or design for the products at issue in the Complaint complied with or exceeded mandatory safety standards or regulations adopted, promulgated, and required by the federal government, or an agency of the federal government, that were applicable to the product at the time of manufacture and that governed the product risk that allegedly caused harm.

38. The products at issue in the Complaint were subject to premarket licensing or approval by the federal government or an agency of the federal government; the manufacturer complied with all of the government or agency's procedures and requirements with respect to

premarket licensing or approval; and, after full consideration of the product's risks and benefits, the product was approved or licensed for sale by the government or agency.

39. Defendants were not manufacturers of the products at issue in the Complaint. To the extent Defendants were sellers of the products, they did not exercise substantial control over the aspect of the design, testing, manufacture, packaging or labeling of the products; did not alter or modify the products; and did not make any warranties as to the products.

40. Plaintiff's negligence claims are barred by Okla. Stat. tit. 76, § 57.2, including because Plaintiff cannot establish that (1) Defendants sold the product involved in this action; (2) Defendants did not exercise reasonable care in assembling, inspecting, or maintaining such products or in passing on warnings or instructions from such product's manufacturers about the dangers and proper use of such products; and (3) such failure to exercise reasonable care was a proximate cause of the harms complained of by Plaintiff.

41. Plaintiff's nuisance claims are barred to the extent that they lack the authority (statutory or otherwise) to bring a nuisance claim under Oklahoma or any other law.

42. Plaintiff's statutory nuisance claim is barred, because the statutes upon which Plaintiff relies, including Okla. Stat. tit. 50, § 1 *et seq.*, are unconstitutionally vague.

43. Plaintiff's claim of public nuisance is barred, because no action of Defendants involved interference with real property; illegal conduct perpetrated by third parties involving the use of an otherwise legal product does not involve a public right against the distributor sufficient to state a claim for public nuisance; the alleged public nuisance would have impermissible extraterritorial reach; and the alleged conduct of Defendants is too remote from the alleged injury as a matter of law and due process.

44. Plaintiff is barred from recovery against Defendants, because there is no proximate causation between the alleged acts or omissions of Defendants and the damages alleged to have been sustained by Plaintiff.

45. Plaintiff's damages, if any, were caused by the active, direct, and proximate negligence or actual conduct of entities or persons other than Defendants, and, in the event that Defendants are found to be liable to Plaintiff, Defendants will be entitled to indemnification, contribution, and/or apportionment.

46. To the extent Defendants' negligence or defect, if any, contributed in increasing the harm to Plaintiff beyond what was due to other causes, that increased harm can be separated from the harm due to other causes, and Defendants are not liable for the harm due to other causes.

47. Plaintiff's claims are barred, in whole or in part, by failure to establish causation.

48. Plaintiff's claims are barred by criminal acts of third parties.

49. Any damages and/or injuries allegedly sustained by Plaintiff were directly and proximately caused by independent, intervening, and/or superseding causes, factors, or occurrences, which were not reasonably foreseeable to Defendants and for which Defendants are not liable.

50. Any and all losses or claims allegedly sustained by Plaintiff are the result of acts and/or omissions of persons over whom Defendants do not, or did not, have any direction or control, and for whose actions or omissions Defendants are not liable.

51. Defendants are not liable for any statements in the Manufacturer Defendants' branded or unbranded materials.

52. Plaintiff's claims are barred to the extent that the subject prescription medications were misused, modified, altered, or changed from the condition in which they were sold, which misuse, modification, alteration, or change caused or contributed to cause Plaintiff's alleged injuries or damages.

53. Plaintiff's injuries and damages, if any, are the result of forces of nature over which Defendants had no control or responsibility.

54. Defendants are not liable for any injuries or expenses incurred by Plaintiff to the extent the injuries or expenses as alleged may have resulted from the pre-existing and/or unrelated medical conditions of the users of the subject prescription medications.

55. Any injuries and/or damages sustained by Plaintiff were caused, in whole or in part, by its own failure to effectively enforce the law and prosecute violations thereof and any recovery by Plaintiff is barred or, alternatively, should be diminished according to its own fault.

56. Plaintiff's claims are barred, in whole or in part, because Plaintiff's alleged injuries or damages, if any, were caused by illegal and/or illicit use, misuse, or abuse of the subject prescription medications by the users, for which Defendants are not liable.

57. Plaintiff's claims are barred, in whole or in part, because neither the users of the subject prescription medications nor their prescribers relied to their detriment upon any statement by Defendants in determining to use or prescribe the subject prescription medications.

58. To the extent Defendants followed orders from or performed under contracts with the United States Department of Veterans Affairs or any other governmental body, Defendants are immune from suit.

59. Plaintiff's claims are preempted by federal law, including without limitation the federal Controlled Substances Act ("CSA") and the Federal Food, Drug, and Cosmetic Act ("FDCA").

60. Plaintiff may not recover against Defendants, because the methods, standards, or techniques of distributing of the subject prescription medications complied with and were in conformity with the generally recognized state of the art at the time the product was designed, manufactured, labeled, and distributed.

61. Plaintiff's claims are barred to the extent they are based on any allegations involving failure to provide adequate warnings or information, because all warnings or information that accompanied the allegedly distributed products were approved by the United States Food & Drug Administration ("FDA") for production approved under the FDCA, 21 U.S.C. §§ 301 *et seq.*, as amended, or Section 351 of the Public Health Service Act, 42 U.S.C. § 262, as amended, or the warnings and information provided were those stated in monographs developed by the FDA for pharmaceutical products that may be distributed without an approved new drug application.

62. Plaintiff's claims are barred, in whole or in part, for failure to exhaust administrative remedies.

63. Plaintiff's claims are barred, in whole or in part, because federal agencies have exclusive or primary jurisdiction over the matters asserted in the Complaint.

64. Plaintiff's claims are barred, in whole or in part, because their remedies are limited to and by 25 U.S.C. § 1621e, or otherwise because of Plaintiff's participation in the Indian Self-Determination and Education Assistance Act and related compacts.

65. Plaintiff's claims are preempted insofar as they conflict with Congress' purposes and objectives in enacting relevant federal legislation and authorizing regulations, including the Hatch-Waxman amendments to the FDCA and implementing regulations. *See Geier v. Am. Honda Co.*, 529 U.S. 861 (2000).

66. To the extent that Plaintiff relies on letters or other informal guidance from the DEA to establish Defendants' regulatory duties, such informal guidance cannot enlarge Defendants' regulatory duties in the absence of compliance by DEA with the requirements of the Administrative Procedure Act, 5 U.S.C. §§ 551 *et seq.*

67. If Plaintiff incurred the damages alleged, which is expressly denied, Defendants are not liable for damages, because the methods, standards, or techniques of designing, manufacturing, labeling, and distributing of the prescription medications at issue complied with and were in conformity with the laws and regulations of the CSA, the FDCA, and the generally recognized state of the art in the industry at the time the product was designed, manufactured, labeled, and distributed.

68. Plaintiff's claims are barred, in whole or in part, by conflict preemption as set forth in *PLIVA, Inc. v. Mensing*, 564 U.S. 604 (2011), and *Mutual Pharmaceutical Co. v. Bartlett*, 570 U.S. 472 (2013).

69. To the extent Plaintiff asserts claims that depend solely on violations of federal law, including any claims of a "fraud on the FDA" with respect to the Manufacturer Defendants' disclosure of information related to the safety of their medications at issue, such claims are barred and should be dismissed. *See Buckman Co. v. Plaintiffs' Legal Comm.*, 531 U.S. 341 (2001).

70. Plaintiff's claims are barred, in whole or in part, by the deference that common law accords discretionary actions by the FDA under the FDCA and discretionary actions by the DEA under the CSA.

71. Plaintiff's claims are barred, in whole or in part, because Plaintiff suffered no injuries or damages as a result of any action by Defendants.

72. Plaintiff's claims are barred, in whole or in part, by the doctrines of acquiescence, settlement, or release.

73. Plaintiff's claims are barred, in whole or in part, by the economic loss doctrine.

74. Plaintiff's claims against Defendants are barred to the extent they rely, explicitly or implicitly, on collective liability or a theory of market-share liability.

75. Plaintiff's claims are barred, in whole or in part, because the derivative injury rule and the remoteness doctrine bar Plaintiff from recovery payments that it allegedly made on behalf of its members or citizens to reimburse any expenses for health care, pharmaceutical care, and other public services.

76. To the extent that Plaintiff seeks punitive, exemplary, or aggravated damages, any such damages are barred, because the product at issue, and its labeling, were subject to and received pre-market approval by the FDA under the FDCA.

77. The alleged injuries and damages asserted by Plaintiff are too remote and/or speculative from the alleged conduct of Defendants to be a basis for liability as a matter of law and due process and derive solely from the claims of others.

78. Plaintiff's claims are barred, in whole or in part, by failure to mitigate damages.

79. Plaintiff's claims are barred to the extent it seeks to recover indirect damages.

80. Plaintiff, to the extent it is seeking any damages in its capacity as a third-party payor, cannot recover as damages the costs of healthcare provided to insureds.

81. To the extent Plaintiff attempts to seek equitable relief, Plaintiff is not entitled to such relief, because it has an adequate remedy at law.

82. Plaintiff would be unjustly enriched if allowed to recover on any of its claims.

83. Plaintiff's claims are barred, reduced, and/or limited pursuant to the applicable Oklahoma and or other statutory and common law regarding limitations of awards, caps on recovery, and setoffs.

84. A specific percentage of the tortious conduct that proximately caused the injury or loss to person or property is attributable to one of more persons from whom Plaintiff does not seek recovery in this action. Should Defendants be held liable to Plaintiff, which liability is specifically denied, Defendants would be entitled to a credit or set-off for all sums of money received or available from or on behalf of any tortfeasor(s) for the same injuries alleged in the Complaint.

85. Plaintiff's claims are barred and/or reduced by contributory or comparative negligence and contributory or comparative fault.

86. Oklahoma law prohibits joint liability for damages on the causes of action asserted by Plaintiff. For actions based in fault, Defendants can only be held liable for the amount of damages, if any, allocated to each of them.

87. Plaintiff's injuries, losses, or damages, if any, were caused or contributed to by other persons, whether named or not named as parties to this action, who may be jointly and severally liable for all or part of Plaintiff's alleged injuries, losses, or damages, if any.

Defendant will request apportionment of fault of all persons, whether or not they are parties at trial.

88. Any damages that Plaintiff may recover against Defendants must be reduced to the extent that Plaintiff is seeking damages for alleged injuries to expenses related to the same user(s) of the subject prescription medications, or damages recovered or recoverable by other actual or potential plaintiffs. Any damages that Plaintiff may recover against Defendants must be reduced to the extent they unjustly enrich Plaintiff.

89. To the extent Plaintiff enters into any release, covenant not to sue, or any similar agreement, Plaintiff's claims against Defendants shall be reduced by the greater of any amount stipulated by the release, covenant, or similar agreement, or the consideration paid for the release, covenant, or similar agreement. *See* Okla. Stat. tit. 12, § 832(H).

90. Defendant's liability, if any, will not result from Defendant's conduct but solely the result of an obligation imposed by law, and Defendant is entitled to complete indemnity, express or implied, by other parties.

91. Plaintiff's claims for punitive or exemplary damages are barred, because Plaintiff cannot prove by clear and convincing evidence that Defendants have been guilty of reckless disregard of the rights of others, have acted intentionally and with malice towards others, or otherwise have acted or failed to act in a manner that entitles Plaintiff to recovery punitive or exemplary damages.

92. Plaintiff's claims for damages are limited by statute, including without limitation Okla. Stat. tit. 23, § 9.1 and § 61.2.

93. The imposition of punitive and/or exemplary damages against Defendants would violate their rights under the Due Process clauses in the Fifth and Fourteenth Amendments, the

Excessive Fines clause in the Eighth Amendment, the Double Jeopardy clause in the Fifth Amendment, the Equal Protective clause of the Fourteenth Amendment, and the Sixth Amendment to the United States Constitution, or similar provisions in any other applicable constitution, the Indian Civil Rights Act (“ICRA”), or other statute, in various circumstances in the litigation, including without limitation the following:

- a. imposition of punitive damages by a jury that is inadequately instructed regarding the rationale behind punitive damages, the standards/criteria governing such an award of damages, and/or the limits of such damages;
- b. imposition of punitive damages where applicable state or other applicable law is impermissibly vague, imprecise, or inconsistent;
- c. imposition of punitive damages that employs a burden of proof that is less than clear and convincing evidence;
- d. imposition of punitive damages without bifurcating the trial and trying all punitive damages issues separately only if, and after, a finding on the merits of the liability of Defendants;
- e. imposition of punitive damages without any predetermined limit on any such award;
- f. imposition of punitive damages in a way that allows multiple punishment for the same alleged act(s) or omission(s);
- g. imposition of punitive damages without consistent appellate standards of review of such an award;
- h. imposition of a penalty, criminal in nature, without according to Defendants the same procedural protections that are accorded to criminal defendants under the

constitutions of the United States, Oklahoma, and any other sovereign whose laws may apply;

- i. imposition of punitive damages without adequate procedural protections against arbitrary or erroneous awards of such damages;
- j. imposition of punitive damages without adequate notice to Defendants either of the type of conduct that could warrant an award of punitive damages under the applicable laws or the amount of such damages that could be awarded;
- k. imposition of punitive damages that do not bear a close relationship to appropriate civil fines or penalties established by law, discriminate against corporate defendants organized in other jurisdictions, are based on conduct outside of the applicable jurisdiction, are based on evidence of Defendants' financial condition, or are based on conduct that is unrelated to Plaintiff's harm, if any; and
- l. imposition of punitive damages that otherwise fail to satisfy Supreme Court precedent, including without limitation, *Pacific Mutual Life Insurance Co. v. Haslip*, 499 U.S. 1 (1991); *TXO Production Corp. v. Alliance Resources Corp.*, 509 U.S. 443 (1993); *BMW of North America, Inc. v. Gore*, 517 U.S. 559 (1996); *State Farm Mutual Automobile Insurance Co. v. Campbell*, 538 U.S. 408 (2003); and *Phillip Morris USA v. Williams*, 549 U.S. 346 (2007).

94. Defendants' rights under the Due Process Clause of the U.S. Constitution, and applicable state or other constitutions or statutes, are violated by any financial or other arrangement that might distort a government attorney's duty to pursue justice rather than his or her personal interests, financial or otherwise, in the context of a civil enforcement proceeding, including by Plaintiff's use of a contingency fee contract with private counsel.

95. Plaintiff's claims are barred, in whole or in part, because they violate the *Ex Post Facto* clauses of the U.S. Constitution or any other applicable constitution or statute, insofar as Plaintiff seeks to impose liability retroactively for conduct that was not actionable at the time it occurred.

96. Plaintiff's claims are barred, in whole or in part, by the political question and separation of powers doctrine.

97. Plaintiff's claims are barred in whole or in part by the Dormant Commerce Clause of the United States Constitution.

98. To the extent that Plaintiff's claims relate to Defendants' alleged advertising, public statements, lobbying, or other activities protected by the First Amendment to the United States Constitution, or similar provisions in state or other constitutions or statutes, such claims are barred.

99. Plaintiff is not a "person" and lacks standing to bring the claims it asserts, including without limitation under the Racketeer Influenced and Corrupt Organizations Act ("RICO").

100. Plaintiff's RICO claims are barred, in whole or in part, by the absence of the existence of an "enterprise" for the purposes of RICO liability.

101. Plaintiff's RICO claims are barred, in whole or in part, by the absence of an "association" between Defendants and any other defendant or entity alleged to be part of an "enterprise" for purposes of RICO.

102. Plaintiff's RICO claims are barred, in whole or in part, because Defendants did not participate in any "enterprise."

103. Plaintiff's RICO claims are barred, in whole or in part, because Defendant did not engage in a pattern of racketeering activity under RICO.

104. Plaintiff's RICO claims are barred, in whole or in part, because Defendant did not knowingly agree to facilitate any schemes that include the operation or management of a RICO enterprise.

105. Plaintiff's claims are barred, in whole or in part, by the absence of a conspiracy, including a lack of agreement to commit any unlawful predicate acts, necessary to establish a valid RICO claim under 18 U.S.C. § 1962(d).

106. Plaintiff's RICO claims are barred, in whole or in part, because Defendants did not commit any predicate acts that may give rise to liability under 18 U.S.C. § 1962.

107. Plaintiff's RICO claims are barred, in whole or in part, because there are no allegations that Defendants adopted the goal of furthering or facilitating any criminal endeavor as necessary to support Plaintiff's civil conspiracy theory of liability.

108. The federal RICO statute is unconstitutionally vague.

109. Plaintiff's alleged damages do not constitute injury to business or property interests cognizable under RICO.

110. Plaintiff's RICO claims are barred, in whole or in part, because the alleged predicated acts, namely failure to report and halt suspicious orders under the CSA, do not qualify as racketeering activity for purposes of RICO.

111. Plaintiff and/or its Attorney General lacks authority under tribal or federal common law to assert the claims contained in the Complaint, to seek the relief sought therein, or to act in the capacity of *parens patriae*.

112. Plaintiff lacks criminal jurisdiction over non-Indians, including Defendants.

DEMAND FOR BIFURCATED TRIAL

If any Plaintiff is permitted to proceed to trial upon any claims for punitive or exemplary damages, such claims, if any, must be bifurcated from the remaining issues.

DEMAND FOR JURY TRIAL

Answering Defendants hereby demand a trial by jury of all issues so triable. Answering Defendants also hereby reserve the right to have each action coordinated in this litigation remanded to its original jurisdiction for trial.

Dated: July 26, 2019

Respectfully submitted,

REED SMITH LLP

/s/ Robert A. Nicholas

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Corporation*

CERTIFICATE OF SERVICE

I, Robert A. Nicholas, hereby certify that, on July 26, 2019, the foregoing AmerisourceBergen Corporation and AmerisourceBergen Drug Corporation's Answer to Plaintiff's First Amended Complaint with Affirmative Defenses was served on all counsel of record via the Court's CM/ECF notification system.

/s/ Robert A. Nicholas
Robert A. Nicholas